

MEMORANDUM OF OIL AND GAS LEASE

West Virginia

The undersigned Sharon E. Braxton, a married woman dealing in her sole and separate property of
P.O. Box 658, Ellaville, GA 31806 as Lessor and **TriEnergy Holdings, LLC, P.O. Box 89,**
Sewickley, PA 15143, as Lessee, entered into an Oil and Gas Lease as of the 14 day of
January, 2011. Said lease covers all that certain tract of land situate in the District of
Clay, in Marshall County, State of West Virginia, bounded and described generally as follows:

On the North by: n/f

On the East by: n/f

On the South by: n/f

On the West by: n/f

Tax Parcel No: See attached Exhibit "A"

Containing 74.83 acres, more or less, being the same land conveyed by
 and recorded in the records of
said county in Book See attached Exhibit "A", Page See attached Exhibit "A".

Under the terms of the aforesaid lease, the said property was leased by Lessor to Lessee for a term of Five (5) years from the date thereof and so long thereafter as oil or gas are produced from said land in paying quantities or the lease is otherwise maintained pursuant to the provisions thereof.

Under the terms of said lease, the Lessee has a first option to renew the lease for a further like term, which option must be exercised within sixty (60) days of the expiration of the initial primary term of said lease.

Dated: Jan 14, 2011.

WITNESS:

[Signature]

LESSOR:

[Signature] (SEAL)
Sharon E. Braxton
 (SEAL)

Approved by:

Joe Bojalad, President
TriEnergy Holdings, LLC

State of Georgia)
County of Schley) ss:

On the 14th day of January in the year 2011, before me, the undersigned, a Notary Public in and for said state, personally appeared Sharon E. Braxton, a married woman dealing in her sole and separate property, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires:



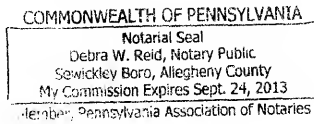
[Signature]
Notary Public

Jan Pest
MARSHALL County 09:40:50 AM
Instrument No 1303107
Date Recorded 04/15/2011
Document Type O&G
Pages Recorded 4
Book-Page 729-347
Recording Fee \$5.00
Additional \$6.00

CORPORATIONState/Commonwealth of: PENNSYLVANIACounty of: Allegheny SS:

Before me a Notary Public in and for said county and state personally appeared: Joseph E. Bojalad, the President of TriEnergy Holdings, LLC, the above named corporation, who acknowledged to me that they did execute the foregoing instrument for and on behalf of said corporation, pursuant to authority so to do of said corporation and that the same is the free act and deed of said corporation and of themselves as such officers, for the uses and purposes therein set forth.

In Testimony Whereof, I have hereunto set my hand and affixed my official seal at Sewickley, PA this 6th day of April, 2011.

My Commission expires: 9/24/2013

Debra W. Reid
Notary Public

EXHIBIT "A"

This Exhibit "A" is attached to and made a part of that certain Oil and Gas Lease and Memorandum of Oil and Gas Lease dated January 14, 2011, by and between **Sharon B. Braxton, a married woman dealing in her sole and separate property**, whose address is 658 Ellaville, GA 31806, as "Lessor", and **TriEnergy Holdings, LLC**, with a mailing address at P.O. Box 89, 412 Beaver Street, 2nd floor, Sewickley, PA 15143, as "Lessee".

Description of lands covered by lease:**District of Washington, Marshall County, State of West Virginia**Tract #1Tax Map # 4-8-3.6Acres: 1/2 of 16.569

Recorded in Deed Book 251, at Page 489.

Tract #2Tax Map # 4-8-8Acres: 1/2 of 10.831

Recorded in Deed Book 304/231, at Page 222/489.

Tract #3Tax Map # 4-8-3.3Acres: 1/2 of 29.426

Recorded in Deed Book 231, at Page 489.

Tract #4Tax Map # 4-8-3.5Acres: 1/2 of 9.963

Recorded in Deed Book 231, at Page 489.

Tract #5Tax Map # 4-8-3.7Acres: 1/2 of 1.937

Recorded in Deed Book 231, at Page 489.

Tract #6Tax Map # 4-8-3.8Acres: 1/2 of 1.421

Recorded in Deed Book 631, at Page 489.

Tract #7Tax Map # 4-8-3Acres: 1/2 of 1.656

Recorded in Deed Book 231, at Page 489.

Tract #8Tax Map # 4-8-3.1Acres: 1/2 of 0.5

Recorded in Deed Book 231, at Page 489.

Tract #9Tax Map # 4-8-3.2Acres: 1/2 of 0.5

Recorded in Deed Book 339/231, at Page 555/489.

Tract #10Tax Map # 4-8-4Acres: 1/2 of 0.5

Recorded in Deed Book 631, at Page 489.

Tract #11Tax Map # 4-8-5Acres: 1/2 of 0.05

Recorded in Deed Book 306/231, at Page 243/489.

Tract #12Tax Map # 4-8-6Acres: 1/2 of 0.5

Recorded in Deed Book 306/ 231, at Page 245/489.

Tract #13

Tax Map # 4-8-7
Acres: 1/2 of 0.5
Recorded in Deed Book 306/231, at Page 241/489.

Tract #14
Tax Map # 4-8-3.4
Acres: 1/2 of 0.1
Recorded in Deed Book 355/231, at Page 638/489.

STATE OF WEST VIRGINIA, MARSHALL COUNTY, SCT.:

I, JAN PEST, Clerk of the County Commission of said County, do hereby certify that the annexed writing, bearing date on the 14th day of January 2011, was presented for and by me, admitted to record in my office upon the above certificate as to the parties therein named this 15th day of April 2011 at 9:40 o'clock A.M.

TESTE: Jan Pest Clerk.